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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

LYONDELL CHEMICAL COMPANY, et al.,

Debtors.

Chapter 11

Case No. 09-10023 (REG)

Jointly Administered

**NOTICE OF ADJOURNMENT OF HEARING ON DEBTORS'
MOTION FOR AN ORDER (I) APPROVING THE DISCLOSURE
STATEMENT; (II) ESTABLISHING PLAN SOLICITATION, VOTING
AND TABULATION PROCEDURES; (III) ESTABLISHING PROCEDURES
FOR PARTICIPATION IN RIGHTS OFFERING; AND (IV) SCHEDULING A
HEARING AND ESTABLISHING NOTICE AND OBJECTION PROCEDURES
FOR CONFIRMATION OF THE DEBTORS' PLAN OF REORGANIZATION**

PLEASE TAKE NOTICE that on September 11, 2009, Lyondell Chemical Company and certain of its subsidiaries and affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "Debtors"), filed the Debtors' Motion for an Order (I) Approving the Disclosure Statement; (II) Establishing Plan Solicitation, Voting and Tabulation Procedures; (III) Establishing Procedures for Participation in Rights Offering; and

EPA Region 5 Records Ctr.



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(IV) Scheduling a Hearing and Establishing Notice and Objection Procedures for Confirmation of the Debtors' Plan of Reorganization (the "Motion").

PLEASE TAKE FURTHER NOTICE that the hearing to consider the Motion, scheduled to be held on December 4, 2009 at 9:45 a.m. (prevailing Eastern Time), has been adjourned and rescheduled to be held on **January 5, 2010 at 9:45 a.m. (prevailing Eastern Time)**, or as soon thereafter as counsel may be heard, before the Honorable Robert E. Gerber, United States Bankruptcy Judge, in Room 621 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Motion and the relief requested therein shall be made in writing, shall state with particularity the grounds therefor, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, and shall be filed with the Bankruptcy Court electronically in accordance with General Order M-242 (General Order M-242 and the User's Manual for the Electronic Case Filing System can be found at www.nysb.uscourts.gov, the official website for the Bankruptcy Court) by registered users of the Bankruptcy Court's case filing system, and by all other parties in interest, on a 3.5 inch disk or CD-ROM, preferably in Portable Document Format (PDF), WordPerfect or any other Windows-based word processing format (with a hard copy delivered directly to Chambers) and served in accordance with General Order M-242 or otherwise so as to be actually received no later than **December 28, 2009 at 4:00 p.m. (prevailing Eastern time)** by: (i) Cadwalader, Wickersham & Taft LLP, attorneys for the Debtors, One World Financial Center, New York, New York 10281 (Attn: Deryck A. Palmer, Esq. and Jessica L. Fink, Esq.); (ii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, New York, New York 10004 (Attn: Paul Schwartzberg, Esq.); (iii) Davis, Polk & Wardwell, attorneys for the agents for the Debtors'

postpetition credit facilities, 450 Lexington Avenue, New York, New York 10017 (Attn: Marshall S. Huebner, Esq. and Timothy E. Graulich, Esq.); (iv) Simpson Thacher & Bartlett LLP, attorneys for UBS AG, Stamford Branch, as Term DIP Agent, 425 Lexington Avenue, New York, New York 10017 (Attn: Kathrine A. McLendon, Esq. and Anne L. Knight, Esq.); (v) Brown Rudnick LLP, attorneys for the Official Committee of Unsecured Creditors, Seven Times Square, New York, New York 10036 (Attn: Edward S. Weisfelner, Esq.) and Brown Rudnick LLP, One Financial Center, Boston, Massachusetts 02111 (Attn: Steven D. Pohl, Esq.) and (vi) Mayer Brown LLP, attorneys for the agents for the Debtors' postpetition credit facilities, 1675 Broadway, New York, New York 10019 (Attn: Brian Trust, Esq.).

Dated: New York, New York
November 20, 2009

CADWALADER, WICKERSHAM & TAFT LLP

/s/ Andrew M. Troop

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Legal Documents Enclosed -
Please direct to the attention of the Addressee,
Legal Department or President.

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LCC AD SHN 11-23-2009 (CREDITOR,CREDNUM)* 1000082112*****
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